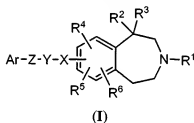


Amendments to the Claims:

This listing of claims replaces all prior versions and listings of claims in the application:

Listing of Claims:

1. (Original) A compound of Formula (I):



or pharmaceutically acceptable salt thereof, wherein:

X is O, S, SO, SO₂, CO, COO, NR⁷, CONR⁷, SONR⁷, SO₂NR⁷, NR⁷CONR⁷ or is absent;

Y is C₁-C₁₀ alkylenyl or is absent, wherein Y is optionally substituted by halo, C₁-C₄ alkyl, C₁-C₄ alkoxy, C₁-C₄ haloalkyl, C₁-C₄ haloalkoxy, hydroxy, carboxy, amino, alkylamino, or dialkylamino;

Z is O, S, SO, SO₂ or absent;

R¹ is H, C₁-C₈ alkyl, C₃-C₇ cycloalkyl, or C₁-C₈ haloalkyl;

R² is C₁-C₈ alkyl or C₁-C₈ haloalkyl;

R³ is H, C₁-C₈ alkyl, or C₁-C₈ haloalkyl;

or R² and R³ together with the C atom to which they are attached form a C₃-C₇ cycloalkyl ring;

R⁴, R⁵, and R⁶ are each, independently, H, halo, C₁-C₈ alkyl, C₁-C₈ haloalkyl, C₂-C₈ alkenyl, C₂-C₈ alkynyl, aryl, heteroaryl, C₃-C₇ cycloalkyl, heterocycloalkyl, hydroxy, mercapto, C₁-C₈ alkoxy, C₁-C₈ thioalkoxy, C₁-C₈ haloalkoxy, aryloxy, cycloalkyloxy, heteroaryloxy, heterocycloalkyloxy, cyano, nitro, NR⁸R⁹, NR⁸COR¹⁰, COR¹⁰, COOR¹¹, or CONR⁸R⁹;

R⁷ is H, C₁-C₄ alkyl, or C₁-C₄ haloalkyl;

R⁸ and R⁹ are each, independently, H, C₁-C₄ alkyl, C₁-C₄ haloalkyl, C₃-C₇ cycloalkyl, cycloalkylalkyl, aryl, or arylalkyl;

or R⁸ and R⁹ together with the N atom to which they are attached form a 5- or 6-membered heterocycloalkyl group;

R¹⁰ is H, C₁-C₄ alkyl, C₃-C₇ cycloalkyl, cycloalkylalkyl, aryl, arylalkyl, heteroaryl, or heterocycloalkyl;

R¹¹ is H, C₁-C₄ alkyl, C₃-C₇ cycloalkyl, cycloalkylalkyl, aryl, arylalkyl, heteroaryl, or heterocycloalkyl;

Ar is aryl or heteroaryl, each optionally substituted by one or more halo, cyano, nitro, C₁-C₆ alkyl, C₁-C₆ haloalkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl, aryl, heteroaryl, C₃-C₇ cycloalkyl, heterocycloalkyl, hydroxy, C₁-C₆ alkoxy, C₁-C₆ haloalkoxy, C₃-C₇ cycloalkyloxy, aryloxy, heteroaryloxy, heterocycloalkyloxy, mercapto, C₁-C₆ thioalkoxy, C₃-C₇ thiocycloalkyloxy, thioaryloxy, thioheteroaryloxy, C₁-C₄ alkylsulfinyl, C₁-C₄ alkylsulfonyl, C₁-C₄ haloalkylsulfinyl, C₁-C₄ haloalkylsulfonyl, COR¹², COOR¹³, NR¹⁴R¹⁵, NR¹⁴COR¹², NR¹⁴CONR¹⁴R¹⁵, or CONR¹⁴R¹⁵;

or Ar together with Y and Z form a benzo-fused cycloalkyl or benzo-fused heterocycloalkyl group, each optionally substituted by one or more halo, cyano, nitro, C₁-C₆ alkyl, C₁-C₆ haloalkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl, aryl, heteroaryl, C₃-C₇ cycloalkyl, heterocycloalkyl, hydroxy, C₁-C₆ alkoxy, C₁-C₆ haloalkoxy, C₃-C₇ cycloalkyloxy, aryloxy, heteroaryloxy, heterocycloalkyloxy, mercapto, C₁-C₆ thioalkoxy, C₃-C₇ thiocycloalkyloxy, thioaryloxy, thioheteroaryloxy, C₁-C₄ alkylsulfinyl, C₁-C₄ alkylsulfonyl, C₁-C₄ haloalkylsulfinyl, C₁-C₄ haloalkylsulfonyl, COR¹², COOR¹³, NR¹⁴R¹⁵, NR¹⁴COR¹², NR¹⁴CONR¹⁴R¹⁵, or CONR¹⁴R¹⁵;

R¹² is H, C₁-C₄ alkyl, C₃-C₇ cycloalkyl, cycloalkylalkyl, aryl, arylalkyl, heteroaryl, or heterocycloalkyl;

R¹³ is H, C₁-C₄ alkyl, C₃-C₇ cycloalkyl, cycloalkylalkyl, aryl, arylalkyl, heteroaryl, or heterocycloalkyl; and

R¹⁴ and R¹⁵ are each, independently, H, C₁-C₄ alkyl, C₁-C₄ haloalkyl, C₃-C₇ cycloalkyl, cycloalkylalkyl, aryl, or arylalkyl;

or R¹⁴ and R¹⁵ together with the N atom to which they are attached form a 5- or 6-membered heterocycloalkyl group,

with the provisos:

a) when Ar-Z-Y-X- is bonded at position 7 or 8, and X is O, S or NR⁷; Y is unsubstituted C₁-C₁₀ alkylenyl or absent; and Z is absent, then Ar is substituted;

b) when Ar-Z-Y-X- is bonded at position 7 or 8, and X, Y and Z are absent, and Ar is aryl or aryl substituted with 1 substituent selected from the group consisting of C₁₋₈ alkyl, halogen, perhaloalkyl, and alkoxy, then said aryl is further substituted with one substituent other than a substituent from the group consisting of C₁₋₈ alkyl, halogen, perhaloalkyl, and alkoxy;

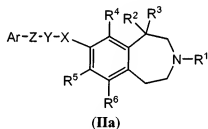
c) when Ar-Z-Y-X- is bonded at position 7 or 8, and X, Y and Z are absent, and Ar is aryl substituted with 2 substituents selected from C₁₋₈ alkyl, halogen, perhaloalkyl, and alkoxy, then said aryl is further substituted with at least one substituent;

d) when Ar-Z-Y-X- is bonded at position 7 or 8, and X, Y and Z are absent, and Ar is heteroaryl or heteroaryl substituted with 1 substituent selected from the group consisting of halogen and C₁₋₈ alkyl, then said heteroaryl is further substituted with one substituent other than a substituent from the group consisting of halogen and C₁₋₈ alkyl; and

e) when Ar-Z-Y-X- is bonded at position 7 or 8, and X, Y and Z are absent, and Ar is heteroaryl substituted with 2 substituents selected from halogen and C₁₋₈ alkyl, then said heteroaryl is further substituted with at least one substituent.

2. (Original) The compound of claim 1 wherein X is O, NR⁷, CONR⁷, or absent.
3. (Original) The compound of claim 1 wherein X is CO.
4. (Original) The compound of claim 1 wherein Ar is phenyl.
5. (Original) The compound of claim 1 wherein R¹ is H.

6. (Original) The compound of claim 1 wherein R^2 is C_1 - C_4 alkyl.
7. (Original) The compound of claim 1 wherein R^2 is methyl.
8. (Original) The compound of claim 1 wherein R^3 is H.
9. (Original) The compound of claim 1 wherein R^4 , R^5 , and R^6 are each, independently, H, halo, C_1 - C_8 alkyl, C_1 - C_8 haloalkyl, or hydroxy.
10. (Original) The compound of claim 1 having Formula (IIa):



or pharmaceutically acceptable salt thereof.

11. (Original) The compound of claim 10 wherein:
wherein:
X is O, CO, S, SO, SO_2 , NR^7 , $CONR^7$ or is absent;
Y is C_1 - C_6 alkylene or is absent, wherein Y is optionally substituted by halo, C_1 - C_4 alkyl, C_1 - C_4 alkoxy, C_1 - C_4 haloalkyl, C_1 - C_4 haloalkoxy, hydroxy, carboxy, amino, alkylamino, or dialkylamino;
Z is O, S, or absent;
 R^1 is H or C_1 - C_8 alkyl;
 R^2 is C_1 - C_8 alkyl;
 R^3 is H, C_1 - C_8 alkyl, or C_1 - C_8 haloalkyl;
 R^4 , R^5 , and R^6 are each, independently, H, halo, C_1 - C_4 alkyl, C_1 - C_4 haloalkyl, hydroxy, mercapto, C_1 - C_4 alkoxy, or C_1 - C_8 haloalkoxy; and

Ar is phenyl or pyridyl optionally substituted by one or more halo, cyano, nitro, C₁-C₆ alkyl, C₁-C₆ haloalkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl, aryl, heteroaryl, C₃-C₇ cycloalkyl, heterocycloalkyl, hydroxy, C₁-C₆ alkoxy, C₁-C₆ haloalkoxy, COR¹², COOR¹³, NR¹⁴R¹⁵;

or Ar together with Y and Z form a benzo-fused cycloalkyl or benzo-fused heterocycloalkyl group, each optionally substituted by one or more halo, cyano, nitro, C₁-C₆ alkyl, C₁-C₆ haloalkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl, aryl, heteroaryl, C₃-C₇ cycloalkyl, heterocycloalkyl, hydroxy, C₁-C₆ alkoxy, C₁-C₆ haloalkoxy, C₃-C₇ cycloalkyloxy, aryloxy, heteroaryloxy, heterocycloalkyloxy, mercapto, C₁-C₆ thioalkoxy, C₃-C₇ thiocycloalkyloxy, thioaryloxy, thioheteroaryloxy, C₁-C₄ alkylsulfinyl, C₁-C₄ alkylsulfonyl, C₁-C₄ haloalkylsulfinyl, C₁-C₄ haloalkylsulfonyl, COR¹², COOR¹³, NR¹⁴R¹⁵, NR¹⁴COR¹², NR¹⁴CONR¹⁴R¹⁵, or CONR¹⁴R¹⁵.

12. (Original) The compound of claim 10 wherein:

X is CO;

Y is C₁-C₈ alkylenyl or absent;

R¹ is H or C₁-C₈ alkyl;

R² is C₁-C₄ alkyl;

R³ is H, C₁-C₈ alkyl, or C₁-C₈ haloalkyl;

R⁴, R⁵, and R⁶ are each, independently, H, halo, C₁-C₄ alkyl, C₁-C₄ haloalkyl, hydroxy, mercapto, C₁-C₄ alkoxy, or C₁-C₄ haloalkoxy; and

Ar is phenyl substituted by one or more halo, cyano, nitro, C₁-C₄ alkyl, C₁-C₄ haloalkyl, aryl, heteroaryl, C₃-C₇ cycloalkyl, heterocycloalkyl, hydroxy, C₁-C₄ alkoxy, or C₁-C₆ haloalkoxy.

13. (Original) The compound of claim 10 wherein:

X is NR⁷;

Y is C₁-C₆ alkylenyl;

Z is absent;

R¹ is H or C₁-C₈ alkyl;

R^2 is C_1 - C_4 alkyl;

R^3 is H, C_1 - C_8 alkyl, or C_1 - C_8 haloalkyl;

R^4 , R^5 , and R^6 are each, independently, H, halo, C_1 - C_4 alkyl, C_1 - C_4 haloalkyl, hydroxy, mercapto, C_1 - C_4 alkoxy, or C_1 - C_8 haloalkoxy; and

Ar is phenyl substituted by one or more halo, cyano, nitro, C_1 - C_6 alkyl, C_1 - C_6 haloalkyl, C_2 - C_6 alkenyl, C_2 - C_6 alkynyl, aryl, heteroaryl, C_3 - C_7 cycloalkyl, heterocycloalkyl, hydroxy, C_1 - C_6 alkoxy, C_1 - C_6 haloalkoxy, COR^{12} , $COOR^{13}$, $NR^{14}R^{15}$;

or Ar together with Y and Z form a benzo-fused cycloalkyl optionally substituted by one or more halo, cyano, nitro, C_1 - C_6 alkyl, C_1 - C_6 haloalkyl, C_2 - C_6 alkenyl, C_2 - C_6 alkynyl, aryl, heteroaryl, C_3 - C_7 cycloalkyl, heterocycloalkyl, hydroxy, C_1 - C_6 alkoxy, C_1 - C_6 haloalkoxy, COR^{12} , $COOR^{13}$, $NR^{14}R^{15}$.

14. (Original) The compound of claim 10 wherein:

X is $CONR^7$;

Y is C_1 - C_6 alkylenyl or is absent;

Z is absent;

R^1 is H or C_1 - C_8 alkyl;

R^2 is C_1 - C_4 alkyl;

R^3 is H, C_1 - C_8 alkyl, or C_1 - C_8 haloalkyl;

R^4 , R^5 , and R^6 are each, independently, H, halo, C_1 - C_4 alkyl, C_1 - C_4 haloalkyl, hydroxy, mercapto, C_1 - C_4 alkoxy, or C_1 - C_8 haloalkoxy; and

Ar is phenyl optionally substituted by one or more halo, cyano, nitro, C_1 - C_6 alkyl, C_1 - C_6 haloalkyl, C_2 - C_6 alkenyl, C_2 - C_6 alkynyl, aryl, heteroaryl, C_3 - C_7 cycloalkyl, heterocycloalkyl, hydroxy, C_1 - C_6 alkoxy, C_1 - C_6 haloalkoxy, COR^{12} , $COOR^{13}$, $NR^{14}R^{15}$.

15. (Original) The compound of claim 10 wherein:

X is absent;

Y is C_1 - C_6 alkylenyl;

Z is absent;

R^1 is H or C_1 - C_8 alkyl;

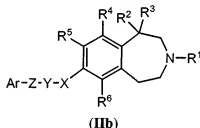
R² is C₁-C₄ alkyl;

R³ is H, C₁-C₈ alkyl, or C₁-C₈ haloalkyl;

R⁴, R⁵, and R⁶ are each, independently, H, halo, C₁-C₄ alkyl, C₁-C₄ haloalkyl, hydroxy, mercapto, C₁-C₄ alkoxy, or C₁-C₈ haloalkoxy; and

Ar is phenyl or pyridyl optionally substituted by one or more halo, cyano, nitro, C₁-C₆ alkyl, C₁-C₆ haloalkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl, aryl, heteroaryl, C₃-C₇ cycloalkyl, heterocycloalkyl, hydroxy, C₁-C₆ alkoxy, C₁-C₆ haloalkoxy, COR¹², COOR¹³, NR¹⁴R¹⁵.

16. (Original) The compound of claim 1 having Formula (IIb):



or pharmaceutically acceptable salt thereof.

17. (Original) The compound of claim 16 wherein:

X is O, NR⁷, or is absent;

Y is C₁-C₆ alkylenyl or is absent, wherein Y is optionally substituted by halo, C₁-C₄ alkyl, C₁-C₄ alkoxy, C₁-C₄ haloalkyl, C₁-C₄ haloalkoxy, hydroxy, carboxy, amino, alkylamino, or dialkylamino;

Z is O, S, or absent;

R¹ is H or C₁-C₈ alkyl;

R² is C₁-C₈ alkyl;

R³ is H;

R⁴, R⁵, and R⁶ are each, independently, H, halo, C₁-C₈ alkyl, C₁-C₈ haloalkyl, C₂-C₈ alkenyl, C₂-C₈ alkynyl, aryl, heteroaryl, C₃-C₇ cycloalkyl, heterocycloalkyl, hydroxy, mercapto, C₁-C₈ alkoxy, C₁-C₈ thioalkoxy, C₁-C₈ haloalkoxy, aryloxy, cycloalkyloxy,

heteroaryloxy, heterocycloalkyloxy, cyano, nitro, NR^8R^9 , $\text{NR}^8\text{COR}^{10}$, COR^{10} , COOR^{11} , or CONR^8R^9 ; and

Ar is phenyl or pyridyl, each optionally substituted by one or more halo, cyano, nitro, $\text{C}_1\text{-C}_6$ alkyl, $\text{C}_1\text{-C}_6$ haloalkyl, $\text{C}_2\text{-C}_6$ alkenyl, $\text{C}_2\text{-C}_6$ alkynyl, aryl, heteroaryl, $\text{C}_3\text{-C}_7$ cycloalkyl, heterocycloalkyl, hydroxy, $\text{C}_1\text{-C}_6$ alkoxy, $\text{C}_1\text{-C}_6$ haloalkoxy, $\text{C}_3\text{-C}_7$ cycloalkyloxy, aryloxy, heteroaryloxy, heterocycloalkyloxy, mercapto, $\text{C}_1\text{-C}_6$ thioalkoxy, $\text{C}_3\text{-C}_7$ thiocycloalkyloxy, thioaryloxy, thioheteroaryloxy, $\text{C}_1\text{-C}_4$ alkylsulfinyl, $\text{C}_1\text{-C}_4$ alkylsulfonyl, $\text{C}_1\text{-C}_4$ haloalkylsulfinyl, $\text{C}_1\text{-C}_4$ haloalkylsulfonyl, COR^{12} , COOR^{13} , $\text{NR}^{14}\text{R}^{15}$, $\text{NR}^{14}\text{COR}^{12}$, $\text{NR}^{14}\text{CONR}^{14}\text{R}^{15}$, or $\text{CONR}^{14}\text{R}^{15}$.

18. (Original) The compound of claim 16 wherein:

X is absent;

Y is methylene or ethylene;

Z is absent;

R^1 is H or $\text{C}_1\text{-C}_4$ alkyl;

R^2 is methyl or ethyl;

R^3 is H;

R^4 and R^6 are both H;

R^5 is halo, $\text{C}_1\text{-C}_8$ alkyl, $\text{C}_1\text{-C}_8$ haloalkyl, hydroxy, $\text{C}_1\text{-C}_8$ alkoxy, $\text{C}_1\text{-C}_8$ haloalkoxy, cyano, nitro, or NR^8R^9 ; and

Ar is phenyl optionally substituted by one or more halo, cyano, nitro, $\text{C}_1\text{-C}_6$ alkyl, $\text{C}_1\text{-C}_6$ haloalkyl, hydroxy, $\text{C}_1\text{-C}_6$ alkoxy, $\text{C}_1\text{-C}_6$ haloalkoxy, or $\text{NR}^{14}\text{R}^{15}$.

19. (Original) The compound of claim 16 wherein:

X is O;

Y is methylene or ethylene;

Z is O or absent;

R^1 is H or $\text{C}_1\text{-C}_4$ alkyl;

R^2 is methyl or ethyl;

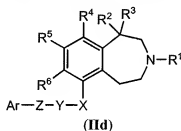
R^3 is H;

R^4 and R^6 are both H;

R^5 is halo, C_1 - C_8 alkyl, C_1 - C_8 haloalkyl, hydroxy, C_1 - C_8 alkoxy, C_1 - C_8 haloalkoxy, cyano, nitro, or NR^8R^9 ; and

Ar is phenyl optionally substituted by one or more halo, cyano, nitro, C_1 - C_6 alkyl, C_1 - C_6 haloalkyl, hydroxy, C_1 - C_6 alkoxy, C_1 - C_6 haloalkoxy, or $NR^{14}R^{15}$.

20. (Original) The compound of claim 1 having Formula (II d):



or pharmaceutically acceptable salt thereof.

21. (Original) The compound of claim 20 wherein:

X is absent;

Y is methylene or ethylene;

Z is absent;

R^1 is H or C_1 - C_4 alkyl;

R^2 is methyl or ethyl;

R^3 is H;

R^4 and R^5 are both H;

R^6 is halo, C_1 - C_8 alkyl, C_1 - C_8 haloalkyl, hydroxy, C_1 - C_8 alkoxy, C_1 - C_8 haloalkoxy, cyano, nitro, or NR^8R^9 ; and

Ar is phenyl optionally substituted by one or more halo, cyano, nitro, C_1 - C_6 alkyl, C_1 - C_6 haloalkyl, hydroxy, C_1 - C_6 alkoxy, C_1 - C_6 haloalkoxy, or $NR^{14}R^{15}$.

22. (Original) The compound of claim 1 selected from:

a) 1-methyl-8-(2-phenoxy-ethoxy)-2,3,4,5-tetrahydro-1H-benzo[d]azepine;

- b) (4-fluoro-benzyl)-(5-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepin-7-yl)-amine;
 - c) biphenyl-4-ylmethyl-(5-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepin-7-yl)-amine;
 - d) 5-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine-7-carboxylic acid phenylamide;
 - e) 5-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine-7-carboxylic acid benzylamide;
 - f) 5-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine-7-carboxylic acid phenethylamide;
 - g) 5-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine-7-carboxylic acid phenpropylamide;
 - h) 5-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine-7-carboxylic acid 4-phenylbenzylamide;
 - i) [2-(3,4-dimethoxy-phenyl)-ethyl]-(5-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepin-7-yl)-amine;
 - j) 8-benzyl-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
 - k) indan-1'-yl-(5-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepin-7-yl)-amine;
 - l) 7-benzyl-8-chloro-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
 - m) 8-benzyl-7-methoxy-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
- and
- n) 6-Benzyl-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepin-7-ol;
- or pharmaceutically acceptable salt thereof.

23. (Original) The compound of claim 1 selected from:

- a) 8-(3-Methoxy-benzyl)-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
- b) 8-Benzyl-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
- c) 8-Benzyl-7-methoxy-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
- d) 8-Benzyl-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepin-7-ol;
- e) 1-Methyl-8-phenethyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;

- f) 8-(2-Fluoro-benzyl)-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
 - g) 8-(3-Fluoro-benzyl)-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
 - h) 8-(4-Fluoro-benzyl)-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
 - i) 1-Methyl-8-(3-trifluoromethyl-benzyl)-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
 - j) 8-(2,6-Difluoro-benzyl)-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
 - k) 8-(2,4-difluoro-benzyl)-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
 - l) 8-(2,5-Difluoro-benzyl)-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
 - m) 8-(3,5-difluoro-benzyl)-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
 - n) 8-(3,4-Difluoro-benzyl)-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
 - o) 8-(2-Methoxy-benzyl)-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
 - p) 8-(4-Methoxy-benzyl)-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
 - q) 1-Methyl-8-(1-phenyl-ethyl)-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
 - r) (8-Methoxy-5-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepin-7-yl)-phenyl-methanone;
 - s) (5-Methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepin-7-yl)-phenyl-methanone;
 - t) 6-Benzyl-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepin-7-ol;
 - u) 8-Benzyl-7-fluoro-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine;
 - v) 8-(3-Fluoro-benzyl)-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepin-7-ol;
- and
- w) 7-(3-Fluoro-benzyloxy)-1-methyl-2,3,4,5-tetrahydro-1H-benzo[d]azepine; or pharmaceutically acceptable salts.

24. (Currently amended) A composition comprising a compound of claim 1 ~~any one of claims 1 to 23~~ and a pharmaceutically acceptable carrier.

25. (Currently amended) A method of treating disorders of the central nervous system, damage to the central nervous system, cardiovascular disorders, gastrointestinal disorders, diabetes insipidus, sleep apnea or HDL-related condition comprising administering to a patient in need of said treating a therapeutically effective amount of a

compound of claim 1 ~~any one of claims 1 to 23~~.

26. (Original) The method of claim 25 wherein the disorders of the central nervous system are selected from depression, atypical depression, bipolar disorders, anxiety disorders, obsessive-compulsive disorders, social phobias or panic states, sleep disorders, sexual dysfunction, psychoses, schizophrenia, migraine and other conditions associated with cephalic pain or other pain, raised intracranial pressure, epilepsy, personality disorders, age-related behavioral disorders, behavioral disorders associated with dementia, organic mental disorders, mental disorders in childhood, aggressivity, age-related memory disorders, chronic fatigue syndrome, drug and alcohol addiction, obesity, bulimia, anorexia nervosa and premenstrual tension.

27. (Original) The method according to claim 25 wherein the disorder of the central nervous system is obesity.

28. (Original) The method according to claim 25 wherein the sexual dysfunction is male erectile dysfunction.

29. (Currently amended) A method of decreasing food intake of a mammal comprising administering to said mammal a therapeutically effective amount of a compound of claim 1 ~~any one of claims 1 to 23~~.

30. (Currently amended) A method of inducing satiety in a mammal comprising administering to said mammal a therapeutically effective amount of a compound of claim 1 ~~any one of claims 1 to 23~~.

31. (Currently amended) A method of controlling weight gain of a mammal comprising administering to said mammal a therapeutically effective amount of a compound of claim 1 ~~any one of claims 1 to 23~~.

32. (Currently amended) A method of treating obesity comprising administering to a patient in need of such treating a therapeutically effective amount of a compound of claim 1 ~~any one of claims 1 to 23~~.

33-47. (Canceled)

48. (New) A method for preparing a pharmaceutical composition comprising the step of mixing a compounds of claim 1 and a pharmaceutically acceptable carrier.